

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re INDYMAC MORTGAGE-BACKED  
SECURITIES LITIGATION

Master Docket No. 09-Civ.-04583 (LAK)  
ECF CASE

This Document Relates To:  
ALL ACTIONS

**DECLARATION OF PATRICK T. EGAN IN SUPPORT OF  
LEAD PLAINTIFFS' MOTION FOR CLASS CERTIFICATION  
AND APPOINTMENT OF CLASS REPRESENTATIVES  
AND CLASS COUNSEL**

I, Patrick T. Egan, hereby declare the following under penalty of perjury:

1. I am an attorney admitted to practice in this Court and am a partner at the law firm Berman DeValerio, lead counsel for Lead Plaintiffs Wyoming State Treasurer and Wyoming Retirement System (“Lead Plaintiffs”). I submit this Declaration in support of Lead Plaintiffs’ motion pursuant to Federal Rule of Civil Procedure 23(a), 23(b)(3) and 23(g) for an order: (a) certifying a plaintiff class in this action; (b) appointing Lead Plaintiffs as Class Representatives; and (c) appointing Berman DeValerio as Class Counsel.

2. Since the inception of this case, my firm has aggressively investigated and prosecuted the claims in this action on behalf of the class. Among other things, my firm has reviewed voluminous publicly available documents concerning the Certificates as well as reports and treatises regarding mortgage backed securities; interviewed a number of former IndyMac employees; researched and analyzed potential claims under the Securities Act; drafted the Amended Consolidated Class Action Complaint; and briefed five motions to dismiss. As detailed in my firm’s resume, attached as Exhibit H, Berman DeValerio has been prosecuting complex securities class actions since 1982. Berman DeValerio will continue to prosecute this action vigorously on behalf of Lead Plaintiffs and the class, representing the interests of the class fairly and adequately, and will commit the resources necessary to resolve this case on the best terms possible for members of the class.

3. Attached hereto are true and correct copies of the following documents:

Exhibit A: The Amended Consolidated Class Action Complaint for Violations of the Securities Act of 1933 filed with this Court on October 29, 2009 (“Amended Complaint”) (ECF No. 131);

Exhibit B: A chart entitled “Ten Offerings Comprising Proposed Class with Identifying Information” setting forth the ten Offerings that are at issue in this case and identifying (i) the dates the Prospectus Supplements for the ten Offerings were filed; (ii) the status of the legal claims related thereto; (iii) the defendants in each of the ten

Offerings; and (iv) the Registration Statement pursuant to which Certificates in each Offering was sold;

- Exhibit C A chart entitled “Alleged Untrue Statements in Registration Statements” setting forth (i) alleged untrue statements from registration statements set forth in Lead Plaintiffs’ Amended Complaint; and (ii) text from Registration Statement Amendments filed with the Securities and Exchange Commission on April 13, 2006 and June 19, 2007;
- Exhibit D: A chart entitled “Alleged Untrue Statements in Prospectus Supplements for the Ten Offerings” setting forth (i) alleged untrue statements from various Prospectus Supplements as set forth in Lead Plaintiffs’ Amended Complaint; and (ii) text from the ten Prospective Supplements pursuant to which Certificates in the ten Offerings at issue in this case were sold;
- Exhibit E: Expert Report of Professor Steven P. Feinstein, Ph.D., CFA;
- Exhibit F: Declaration of Joseph B. Meyer in Support of Lead Plaintiffs’ Motion for Class Certification;
- Exhibit G: Declaration of Thomas Williams in Support of Lead Plaintiffs’ Motion for Class Certification; and
- Exhibit H: Firm resume of Berman DeValerio.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: December 10, 2010

s/  
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Patrick T. Egan

**INDEX TO EXHIBITS**

<b>EX.</b>	<b>DESCRIPTION</b>
A	Amended Consolidated Class Action Complaint for Violations of the Securities Act of 1933, Oct. 29, 2009, ECF No. 131
B	Chart: “Ten Offerings Comprising Proposed Class with Identifying Information”
C	Chart: “Alleged Untrue Statements in Registration Statements”
D	Chart: “Alleged Untrue Statements in Prospectus Supplements for the Ten Offerings”
E	Expert Report of Professor Steven P. Feinstein, Ph.D, CFA, Dec. 10, 2010
F	Decl. of Joseph B. Meyer in Support of Lead Plaintiffs’ Motion for Class Certification
G	Decl. of Thomas Williams in Support of Lead Plaintiffs’ Motion for Class Certification
H	Firm resume of Berman DeValerio